



# State of Michigan



## DEPARTMENT OF STATE

### TO ALL TO WHOM THESE PRESENTS SHALL COME:

*I, Terri Lynn Land, Secretary of State of the State of Michigan and custodian of the Great Seal of the State, hereby certify that the attached is a true copy of the Articles of Incorporation and Affidavit of Publication of the Economic Development Corporation of the Village of Dexter filed in this Department on December 1, 1986, pursuant to Act 338 of Public Acts of 1974, as amended. \*\*\*\*\*End of Certification\*\*\*\*\**

*IN TESTIMONY WHEREOF, I have hereto  
affixed my signature and Great Seal of the  
State, at Lansing, this 19th day of October in  
the year of our Lord two thousand and ten.*



*Secretary of State*

68634-1-208042-OGS

This certification attests only to the authenticity of the signature of the official who signed the affixed document, the capacity in which that official acted, and where appropriate, the identity of the seal or stamp which the document bears. This certification is not intended to imply that the contents of the document are correct, nor that they have the approval of the State of Michigan.

MICHIGAN DEPARTMENT OF STATE  
RICHARD H. AUSTIN SECRETARY OF STATE



LANSING  
MICHIGAN 48918

December 1, 1986

Mr. Robert M. Harrison, Clerk  
County of Washtenaw  
Courthouse  
Main and Huron  
P.O. Box 8645  
Ann Arbor, Michigan 48107-8645

Dear Mr. Harrison:

This will acknowledge receipt and filing today of a copy of a Resolution adopted April 22, 1985, by the Village Council approving Articles of Incorporation for the Economic Development Corporation of the Village of Dexter together with an affidavit of publication.

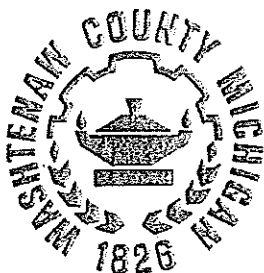
Very truly yours,

*Gay Meese*

Gay Meese, Supervisor  
Great Seal & Registration Section  
Room 114, Capitol Building  
(517) 373-2531

GM:djs

cc: Carl F. Willoughby,  
Village Manager



ROBERT M. HARRISON  
COUNTY CLERK AND REGISTER OF DEEDS

Courthouse Main and Huron P.O. Box 8645 Ann Arbor, Michigan 48107-8645

November 25, 1986

Honorable Richard H. Austin  
Secretary of State  
Treasury Building  
Lansing, MI 48902

Dear Mr. Austin:

Enclosed please find a certified copy of the Articles of Incorporation of The Economic Development Corporation of the Village of Dexter, Michigan, in conformity with Section 29 of Public Act 338 of 1974, as amended.

Also enclosed is the Affidavit of Publication from The Dexter Leader stating that the above Resolution and Articles of Incorporation were published on November 27, 1985.

A certified copy is being held in the County Clerk/Register's Office and one copy is being forwarded to the Recording Officer of the Corporation.

Sincerely,

ROBERT M. HARRISON  
Washtenaw County Clerk/Register

*Sue E. Danneffel*

BY: Sue E. Danneffel, Deputy Clerk

RMH/sd

cc: Carl F. Willoughby,  
Village Manager

RECEIVED  
NOV 26 1986  
CLERK OF COURT  
JUDICIAL BRANCH

RECEIVED  
NOV 30 1985  
RICHARD H. AUSTIN  
SEC. OF STATE

STATE OF MICHIGAN )  
COUNTY OF WASHTENAW ) ss.

I, Robert M. Harrison, Clerk of said County of Washtenaw and Clerk of the Circuit Court for said County, the same being a Court of Record:

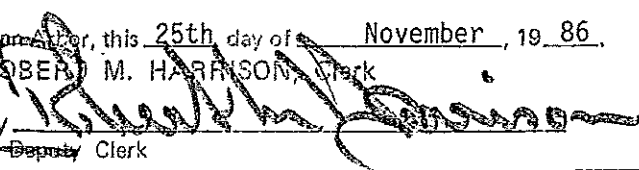
Do hereby certify that the annexed is a true and compared copy of  
The Economic Development Corporation of the Village of  
Dexter, Michigan,

as appears of record in my office. That I have compared the same with the original and that it is a true transcript thereof and of the whole thereof.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court at

Ann Arbor, this 25th day of November, 19 86.

ROBERT M. HARRISON, Clerk

By   
~~Deputy~~ Clerk

CF-0270-002



VILLAGE OF DEXTER

RESOLUTION

ECONOMIC DEVELOPMENT CORPORATION (EDC)

WHEREAS, pursuant to Act 338 of the Public Acts of 1974, as amended, (ACT) a group of nine persons has submitted a written application and proposed articles of incorporation for creation of an EDC to the Village Council, and

WHEREAS, the Village Council has caused Public Notice of the application to appear in the March 27, 1985, issue of the Dexter Leader inviting competing applications and announcing the location, date and time of holding a Public Hearing, the same information being continuously posted on the glass front door of the Village Office from March 22, 1985 through April 22, 1985, and

WHEREAS, on the 22 day of April, 1985, a Public Hearing was held affording an opportunity to all real property owners, taxpayers, and residents of the Village to be heard on the Subject EDC, and

WHEREAS, the Village Council deems the establishment of an EDC in and for the Village of Dexter to be in the Public interest, and

WHEREAS, the Village Council is authorized by the Act to approve not more than one application to create an EDC, and

WHEREAS, the application and Articles of Incorporation dated March 6 and March 11, 1985, respectively are acceptable to the Village Council, now

THEREFORE, BE IT RESOLVED by the Council of the Village of Dexter that the application and Articles of Incorporation signed by the nine persons identified below is approved, and

FURTHER, THAT THIS RESOLUTION SHALL TAKE IMMEDIATE EFFECT.

INCORPORATORS: JOHN CARES, BRUCE WAGGONER, FREDERICK SCHMID, HARRY SHORE, JUDY McARTHUR, WILLIS E. TUPPER, DAVID ROSMER, PAUL S. BISHOP, LEONARD K. KITCHEN.

AYES: Slacey, Betz, Ritchie, Liddiard, Ceriani, Bishop

NAYS: NONE ABSENT: LEE

RESOLUTION DECLARED ADOPTED.

Donna L. Fisher  
DONNA L. FISHER, VILLAGE CLERK

I HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES A TRUE AND COMPLETE COPY OF A RESOLUTION ADOPTED BY THE COUNCIL OF THE VILLAGE OF DEXTER, COUNTY OF WASHTENAW, MICHIGAN AT A REGULAR MEETING HELD ON THE 22 DAY OF APRIL, 1985.

Donna L. Fisher  
DONNA L. FISHER, VILLAGE CLERK

FILED  
WASHTENAW COUNTY, MI  
Oct 10 10 27 AM '86  
ROBERT L. JOHNSON  
COUNTY CLERK/REGISTRAR

## ARTICLES OF INCORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming an economic development corporation under the provisions of Act No. 338 of the Public Acts of 1974, as amended.

### ARTICLE I

Name. The name of the corporation is THE ECONOMIC DEVELOPMENT CORPORATION OF THE VILLAGE OF DEXTER, MICHIGAN.

### ARTICLE II

The corporation is organized pursuant to Act 338 of the Public Acts of 1974, as amended ("Act 338"), to perform essential public purposes and functions of the Village of Dexter. Its purposes will be to alleviate and prevent conditions of unemployment; to assist and retain local industries and commercial enterprises to strengthen and revitalize the economy of Village of Dexter and the State of Michigan; to provide means and methods for the encouragement and assistance of industrial and commercial enterprises in locating, purchasing, constructing, reconstructing, modernizing, improving, maintaining, repairing, furnishing, equipping and expanding within the Village of Dexter to encourage the location and expansion of industrial and commercial enterprises to more conveniently provide needed services and facilities to the Village of Dexter and the residents thereof; to encourage the development of facilities designed to produce energy from renewable resources and to reduce energy consumption; and, to accomplish the foregoing, to do the following:

- (a) To construct, acquire by gift or purchase, reconstruct, improve, maintain, and repair the necessary lands, or interests in lands or portions of lands, for "projects", as defined in Act 338.
- (b) To acquire by gift or purchase the necessary machinery, furnishings and equipment for projects.
- (c) To make secured or unsecured loans, participate in the making of secured or unsecured loans, undertake commitments to make secured or unsecured loans and mortgages, sell loans and mortgages at public or private sale, rewrite loans and mortgages, discharge loans and mortgages, foreclose on a mortgage, or commence an action to protect or enforce a right conferred upon it by a law, mortgage, loan, contract, or other agreement.
- (d) To borrow money and issue its revenue bonds or revenue notes to finance or refinance part or all of the project costs and the costs necessary or incidental to the borrowing of money and issuing of bonds or notes for such purpose, and secure those bonds and notes by mortgage, assignment, or pledge of any of its money, revenues, income, and properties. Bonds and notes may be issued pursuant to this act to acquire and install projects, necessary lands, or an interest in the land or portion thereof, for the site therefor, and the necessary machinery, furnishings, and equipment for a project notwithstanding that the corporation does not own or propose to own such projects, lands, or machinery, furnishings, and equipment.

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WASHTENAW COUNTY, MI  
OCT 10 10 27 AM '86  
AGENT J. HARRISON  
COUNTY CLERK/REGISTRAR

- (e) To enter into leases, lease purchase agreements, installment sales contracts or loan agreements with any person, firm or corporation for the use or sale of projects.
- (f) To mortgage or create security interests in the project, a part of the project, a lease or loan, or the rents, revenues, or sums to be paid during the term of a lease or loan, in favor of holders of bonds or notes issued by the corporation.
- (g) To sell and convey projects or any part thereof for a price and at a time as the corporation determines.
- (h) To lend, grant, transfer or convey funds, described in Section 27 of Act 338, as permitted by law, but subject to applicable restrictions affecting the use of these funds.
- (i) To assist and participate in the designation of the land area which will be acquired in the implementation of a project.
- (j) To prepare, assist and aid in the preparation of plans, services, studies and recommendations relative to the public purposes of the corporation and secure approval of the same by the affected municipalities.
- (k) To aid, assist and participate in clearing, rebuilding and rehabilitating blighted, deteriorated areas or structures.
- (l) To encourage citizen participation and assistance in industrial and commercial enterprises, housing and community improvements and to disseminate information to the general public concerning the purposes and objectives of the corporation.
- (m) To aid, assist and participate in the acquisition, rehabilitation or construction of industrial and commercial improvements, dwelling units or other structures or matters incidental thereto.
- (n) To hold, demolish, repair, alter and improve or otherwise develop, clear, and dispose of real property.
- (o) To enter into agreements, grants, and contracts with any state or federal agency or department, its political subdivisions and agency or department thereof, or any other organization in connection with the purpose of the corporation, subject to applicable laws and regulations.
- (p) To accept, hold, own and acquire by bequest, devise, gift, purchase or lease any property, real or mixed, whether tangible or intangible, without limitation as to kind, amount or value.
- (q) To sell, convey, lease, rent, mortgage, or make loans, grants or pledges of any such property, or any interest therein or proceeds therefrom, and to invest and reinvest the principal thereof and receipts therefrom, if any, subject to applicable laws and regulations.
- (r) To carry on any activity for the purposes above stated, either directly or as agent for or with public authorities, or in whole or in part through or by means of public authorities, individuals, corporations or other organizations, subject to applicable laws and regulations.

- (s) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon corporation organized by the Village of Dexter pursuant to Act 338 and for the foregoing purposes.
- (t) This corporation shall not, however, exercise jurisdiction over any project within a municipality which has been or may hereafter authorize the organization of an economic development corporation for such municipality unless said constituent municipality and its corporation each specifically consent to such jurisdiction.

### ARTICLE III

Sec. 1. Directors Management. The business and affairs of the corporation shall be managed by its board of directors except as otherwise provided by statute, by the Articles of Incorporation or by the by-laws.

Sec. 2. Board of Directors. The Board of Directors of the corporation shall consist of not less than 7 persons, not more than 3 of whom shall be an officer or employee of the municipality. Directors shall be public officers. The chief executive officer and any member of the governing body of the municipality may serve on the Board of Directors. These Directors shall be appointed for terms of 6 years, except of the Directors first appointed, 2 shall be appointed for 6 years, 1 for 5 years, 1 for 4 years, 1 for 3 years, 1 for 2 years, and 1 for 1 year. The corporation shall notify the President of the Village in writing of the corporation's designation of a project area and there shall be appointed promptly after such notice 2 additional Directors of the corporation who shall be representative of neighborhood residents or business interests likely to be affected by each such project proposed by the corporation and who shall cease to serve when the project for which they are appointed is either abandoned, or, if undertaken, is completed in accordance with the project plan. Directors shall serve without salary, but may be reimbursed their actual expenses incurred in the performance of their official duties, and may receive a per diem of not more than \$50.00. The meetings of the Board of Directors shall be public.

Sec. 3. Appointment of Board. The President of the Village with the advice and consent of the Village Council shall appoint the members of the board of directors after careful consideration of their qualifications which shall be submitted by them in writing and kept on file by the Village Clerk. Subsequent directors shall be appointed in the same manner as original appointments at the expiration of each director's term of office. A director whose term of office has expired shall continue to hold office until his successor has been appointed. A director may be reappointed to serve additional terms. If a vacancy is created by death or resignation or removal by operation of law, a successor shall be appointed within 30 days to hold office for the remainder of the term of office so vacated.

Sec. 4. Removal. A director may be removed from office for cause by a majority vote of the Village Council.

Sec. 5. Conflict of Interest. A director who has direct interest in any matter before the corporation shall disclose his interest prior to the corporation taking any action with respect to the matter, which disclosure shall become a part of the record of the corporation's official proceedings and the interested director shall further refrain from participation in the corporation's proceedings relating to the matter.



#### ARTICLE IV

Sec. 1. Officers. The officers of the corporation shall consist of a president, secretary, treasurer, and, if desired, one or more vice presidents, and such other officers as may from time to time be determined by the Board of Directors, each of whom shall be elected by the directors. Two or more offices may be held by the same person but an officer shall not execute, acknowledge or verify an instrument in more than one capacity if the instrument is required by law or the articles of by-laws to be executed, acknowledged or verified by two or more officers.

Sec. 2. Election and Term of Office. The officers of the corporation shall be elected annually by the Board of Directors. Such officers may succeed themselves in office. If the election of officers shall not be held or made at such meeting, such election shall be held or made as soon thereafter as is convenient. Each officer so elected shall hold office for the term of which he is elected and until his successor is elected and qualified, or until his resignation or removal.

Sec. 3. Removal. Any officer elected by the Board of Directors may be removed by the Board of Directors with or without cause whenever in its judgment the best interests of the corporation would be served thereby.

Sec. 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled at any meeting of the Board of Directors for the unexpired portion of the term of such office.

Sec. 5. President. The president shall be the chief executive officer of the corporation, but he may from time to time delegate all or any part of his duties to an executive vice president, if one is elected, or to any vice president. He shall preside at all meetings of the Directors; he shall have general and active management of the business of the corporation, and shall see that all orders and resolutions of the Board are carried into effect. He shall execute all bonds, contracts, checks, and other obligations and execute bonds and interest coupons with his manual or facsimile signature in the name of the corporation as and when authorized by the Board of Directors; provided, however, that any bonds executed by facsimile signature of the president and the secretary shall be authenticated by a manual signature of a duly appointed corporate trustee or transfer agent appointed by the corporation. He shall do and perform such other duties as may be fixed by the by-laws and from time to time assigned to him by the Board of Directors.

Sec. 6. Vice Presidents. The vice president shall perform such duties as are delegated to him by the president and he and the other vice presidents in order of their seniority shall, in the absence or in the event of the disability of the president, perform the duties and exercise the powers of the president, and shall perform such other duties as the Board of Directors shall prescribe.

Sec. 7. Secretary. The secretary shall attend all meetings of the Board and record all votes and the minutes of all proceedings in a book to be kept for that purpose; and shall perform like duties for the standing committees when required. He shall attend to the giving, serving and receiving of all notices or process of or against the corporation, and shall perform such other duties as may be prescribed by the Board of Directors under whose supervision he shall be. He may sign with the president in the name of the corporation all bonds, contracts and other obligations and execute bonds and interest coupons with his manual or facsimile signature in the name of the corporation as and when so authorized by the Board of Directors, and when so ordered by the Board of Directors, he shall affix the seal of the corporation to any instrument requiring it or cause a facsimile thereof to be printed thereon;

provided, however, that any bonds executed by facsimile signature of the president and the secretary shall be authenticated by a manual signature of a duly appointed corporate trustee or transfer agent appointed by the corporation. He shall be sworn to the faithful discharge of his duties. The assistant secretary, if one is elected, shall perform the duties and exercise the power of the secretary in his absence or in the event of his disability.

Sec. 8. Treasurer. The treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation and shall deposit all moneys, and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors. He shall sign all receipts and vouchers for payment made to the corporation. He shall jointly with such other officer as may be designated by the Board of Directors sign all checks, promissory notes and other obligations of the corporation when so ordered by the Board of Directors. He shall render a statement of his cash accounts when required by the Board of Directors. He shall enter regularly in the books of the Corporation to be kept by him for the purpose full and accurate accounts of all moneys received and paid by him on account of the corporation, and shall, at all reasonable times, exhibit his books and accounts to the Board of Directors or any member thereof when so required. He shall perform all acts incidental to the position of treasurer fixed by the by-laws and as assigned to him from time to time by the Board of Directors. He shall be bonded for the faithful discharge of his duties as treasurer, the bond to be of such character, form and in such amount as the Board of Directors may require. The assistant treasurer, if one is elected, shall perform the duties and exercise the power of the treasurer in his absence or in the event of his disability.

Sec. 9. Delegation of Duties of Officers. In the absence of any officer of the corporation, or for any other reason that the Board may deem sufficient, the Board may delegate, from time to time and for such time as it may deem appropriate, the powers or duties, or any of them, of such officer to any other officer, or to any director, provided a majority of the Board then in office concurs therein.

Sec. 10. Salaries. The officers of the corporation shall serve without salary; provided, that nothing herein contained shall be construed to preclude any officer from serving the corporation in any other capacity and receiving compensation therefor.

Sec. 11. The members of the Board of Directors or any person executing any revenue bond or revenue note on behalf of a corporation shall not be liable personally on the revenue bond or revenue note, or be subject to any personal liability or accountability by reason of the issuance of the revenue bond or revenue note, by reason of acquisition, construction, ownership, or operation of a project, or by reason of any other action taken or omitted by the Board of Directors. By resolution the Board of Directors may provide for the purchase of insurance indemnifying the members of the Board from and against any and all personal liability or accountability described in this section or any loss or expense related thereto.

#### ARTICLE V

Location of the first registered office is: Village Office, 8140 Main Street, Dexter, Michigan.

The post office address of the first registered office is: 8140 Main Street, Dexter Michigan 48130.

#### ARTICLE VI

The name of the first resident agent is: Paul S. Bishop.

#### ARTICLE VII

The amount of assets which said corporation possesses is:

- 1) Real property: None
- 2) Personal property: None.

The corporation will be financed from donations, gifts, grants, and devises, either solicited or unsolicited, obtained from public authorities, individuals, corporations and other organizations by earnings from its activities, borrowings, and issuance of revenue bonds.

#### ARTICLE VIII

The names and addresses of the incorporators are as follows: (Names listed on page 8).

#### ARTICLE IX

The corporation shall become effective sixty days after adoption of an ordinance by the Village Council authorizing this incorporation, its publication and its final approval as provided by law. The term of the corporate existence is perpetual.

#### ARTICLE X

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, officer or director of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer or director of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon dissolution of the corporation or the winding up of its affairs, all property and assets of the corporation shall be distributed exclusively to the Village of Dexter, or its successor.

#### ARTICLE XI

These Articles of Incorporation shall be published in the Dexter Leader in accordance with the provisions of Act 338 of Public Acts of 1974, as amended.

#### ARTICLE XII

The Board of Directors shall convene, organize and by resolution adopt by-laws which set forth the corporation's rules of procedure and regulation of projects and which may be altered, amended or repealed by resolution of the Board of Directors.

#### ARTICLE XIV

The Board of Directors shall adopt a Corporate Seal.

#### ARTICLE XV

All meetings of the Board of Directors shall be public and notice of such meetings will be posted in the office of the Clerk of the Village of Dexter once at least eighteen hours prior to the date of such meeting and the corporation shall comply with Act 267 of the Public Acts of 1976 relative to its meetings.

#### ARTICLE XVI

The corporation shall at all times be deemed to be an agency or political subdivision of the Village of Dexter. The books and records of the corporation and of the Board of Directors, officers and agents thereof shall be public and open to inspection and audit by the Village of Dexter at all reasonable times. The corporation shall submit an annual report of its activities to the Village Council and to the Office of Economic Development of the Michigan Department of Commerce, and shall annually publish in a newspaper of general circulation a report of its revenue and expenditures for the operating year.

#### ARTICLE XVII

These Articles of Incorporation may be amended in accordance with the provisions of Act 338.

We, the incorporators, sign our names this 11TH day of MARCH,

1985

John Cares  
John Cares  
3315 Central Street  
Dexter, Michigan 48130

Fred Schmid  
Fred Schmid  
8059 Main Street  
Dexter, Michigan 48130

Judy McArthur  
Judy McArthur  
8122 Main Street  
Dexter, Michigan 48130

David C Hosmer  
David Hosmer  
3410 Broad Street  
Dexter, Michigan 48130

Leonard Kitchen  
Leonard Kitchen  
3249 Broad Street  
Dexter, Michigan 48130

Bruce Waggoner  
Bruce Waggoner  
3294 Broad Street  
Dexter, Michigan 48130

Harry H Shore  
Harry Shore  
7157 Joy Road  
Dexter, Michigan 48130

Willis Tupper  
Willis Tupper  
3045 Broad Street  
Dexter, Michigan 48130

Paul S. Bishop  
Paul S. Bishop  
7531 Forest Street  
Dexter, Michigan 48130

STATE OF MICHIGAN            )  
  ) SS.  
COUNTY OF WASHTENAW        )

On this 11TH day of MARCH, 1985, before me personally  
appeared JOHN CARES, BRUCE WAGGONER,  
FREDERICK SCHMID, HARRY H. SHORE, JUDY McARTHUR,  
WILLIS E. TUPPER, DAVID C. HOSMER, PAUL S. BISHOP,  
LEONARD K. KITCHEN, to me known to be the same persons described in  
and who executed the foregoing instrument, and acknowledged that they executed  
the same as their free act and deed.

Carl F. Willoughby  
Carl F. Willoughby  
Notary Public Washtenaw County, MI

RESOLUTION TO AMEND THE ARTICLES OF INCORPORATION  
OF THE ECONOMIC DEVELOPMENT CORPORATION  
OF THE VILLAGE OF DEXTER, MICHIGAN

WHEREAS, THE ARTICLES OF INCORPORATION for the Economic Development Corporation of the Village of Dexter, Michigan, signed by the incorporators on March 11, 1985, contain minor errors, and

WHEREAS, ACT 338 of the Public Acts of 1974 Section 30 provides that the Articles of Incorporation of an Economic Development Corporation may be amended by resolution of the municipality,

NOW, THEREFORE, BE IT RESOLVED THAT

- A. The first sentence of Article II is amended to read, "the corporation is organized pursuant to Act 338 of the Public Acts of 1974, as amended (Act 338), to perform essential public purposes and functions as an Economic Development Corporation under the Act."
- B. The first sentence of Section 2., Article III is amended to read, "The Board of Directors of the Corporation shall consist of not less than 9 persons, ..."
- C. The fourth sentence of Section 2., Article III is amended to read, "..... except of the Directors first appointed, 4 shall be appointed for 6 years, ....."
- D. The fifth sentence of Section 2., Article III is amended by changing "or" to "and" with the amended sentence reading in part, "..... representative of neighborhood residents and business interests ...."
- E. The second sentence of Section 1., Article IV is amended to correct the transposition of letters in the second use of the word "instrument" and to delete the words ".... by law or the articles of by-laws ....."

BE IT FURTHER RESOLVED that a certified copy of this resolution shall be filed with the Secretary of State by the Village Clerk.

ADOPTION OF RESOLUTION MOVED BY COUNCILPERSON Betz, SUPPORTED BY COUNCILPERSON Waggoner.

AYES: Stacey, Liddiard, Betz, Waggoner, Ceriani, Bishop

NAYS: None

ABSENT: Ritchie

I hereby certify that this is a true copy of a resolution adopted by the Council of the Village of Dexter at it's meeting held August 11, 1986.

Donna L. Fisher  
DONNA L. FISHER, VILLAGE CLERK

FILED  
WASHINGTON COUNTY, MI  
Oct 10 10 27 AM '86  
ROBERT A. GARNISON  
COUNTY CLERK/REGISTRAR

RESOLUTION TO AMEND THE ARTICLES OF INCORPORATION  
OF THE ECONOMIC DEVELOPMENT CORPORATION  
OF THE VILLAGE OF DEXTER, MICHIGAN

WHEREAS, ACT 338 of the Public acts of 1974 (THE ACT) Section 30 provides that the Articles of Incorporation of an Economic Development Corporation (EDC) may be amended by resolution of the Municipality, and

WHEREAS, THE ACT, in Section 29, requires the Articles of Incorporation to set forth "the date upon which the Corporation shall become effective", and the Articles do not specify an effectivity date,

NOW, THEREFORE, the Council of the Village of Dexter resolves that Article IX of the Articles of Incorporation of the Economic Development Corporation of the Village of Dexter, Michigan is amended to read,  
"The Corporation shall become effective on the twenty third day of September, 1986. The term of the Corporate existence is perpetual."

IT IS FURTHER RESOLVED that a certified copy of this Resolution shall be filed with the Secretary of State by the Village Clerk.

ADOPTION OF RESOLUTION MOVED BY COUNCILPERSON Waggoner, SUPPORTED  
BY COUNCILPERSON Betz.

AYES: Luddiard, Waggoner, Betz, Ritchie, Stacey Ceriani, Bishop

NAYS: None

ABSENT: None

RESOLUTION ADOPTED SEPTEMBER 22, 1986.

Donna L. Fisher  
DONNA L. FISHER,  
VILLAGE CLERK

I hereby certify that this is a true copy of a resolution adopted by the Council of the Village of Dexter at its meeting held September 22, 1986.

Donna L. Fisher  
DONNA L. FISHER, VILLAGE CLERK

FILED  
WASHTENAW COUNTY, MI  
OCT 10 10 27 AM '86  
ROSEMARY HARRISON  
COUNTY CLERK/REGISTERED





# FIDAVIT OF PUBLICATION

OF MICHIGAN,  
y of Washtenaw } ss.

Articles of Incorporation **RECEIVED**

NOV 20 1986

WASHTENAW COUNTY, MI  
CLERK/REGISTRAR'S OFFICE

WALTER P. LEONARD, being duly sworn, deposes and says that a notice,  
copy of which is annexed hereto, was published in THE DEXTER  
BR, a newspaper printed and circulated in said State and County, on

November 27, 1985 A.D. 19

that he is the publisher of said newspaper and knows well the facts stated

*Walter P. Leonard*

Walter P. Leonard, Publisher,  
Editor

subscribed and sworn to before me this 29th

of November A.D. 1985

HELEN MAY LEONARD

Notary Public, Washtenaw County, Michigan  
Commission Expires November 30, 1986

*Helen May Leonard*

Notary Public, Washtenaw County, Michigan.

Commission expires November 30, 1986 A.D. 19 86

HELEN MAY LEONARD  
Notary Public, Washtenaw County, Michigan  
Commission Expires November 30, 1986

## ARTICLES OF INCORPORATION